

Lance J.M. Steinhart, P.C.

Attorney At Law

RECEIVED
1720 Windward Concourse
Suite 250

Alpharetta, Georgia 30005

Also Admitted in New York
and Maryland

2004 APR 19 AM 11:53
T.R.A. DOCKET ROOM

PAID T.R.A.
Chk # 10732
Amount 25.00
Rcvd By JP
Telephone: (770) 232-9200
Facsimile: (770) 232-9208
Date 4-16-04

Email: lsteinhart@telecomcounsel.com

April 15, 2004

VIA OVERNIGHT MAIL

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Second Floor
Nashville, TN 32743-0505

Re: BCN Telecom, Inc. f/k/a NUI Telecom, Inc.

Dear Mr. Waddell:

NUI Telecom, Inc. is hereby seeking Commission approval to change the name on its operating authority to BCN Telecom, Inc. Upon approval by the Commission, the company will file new tariffs reflecting its new name: "BCN Telecom, Inc.".

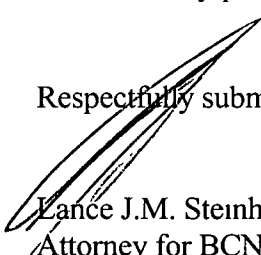
NUI Telecom, Inc. was granted authority to Operate as a Resale Carrier of Interexchange Telecommunications Services within the State of Tennessee, Docket No. 02-00472. NUI Telecom, Inc. was also granted authority to Provide Competing Local Exchange Telecommunications Services within the State of Tennessee, Docket No. 03-00066.

Due to business considerations, NUI Telecom, Inc. has changed its name to BCN Telecom, Inc., which is qualified to do business in the State of Tennessee as evidenced the Amended Certificate of Authority issued by the Tennessee Secretary of State, a copy of which is attached hereto.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope along with a check in the amount of \$50.00 payable to the "Tennessee Regulatory Authority" for the filing fees.

If you have any questions or if I may provide you with additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for BCN Telecom, Inc.
f/k/a NUI Telecom, Inc.

Enclosures

cc: Richard Nacchio

PAID T.R.A.
Chk # 10706
Amount 25.00
Rcvd By JP
Date 4-16-04

04-00116



Department of State
Corporations Section
18th Floor, James K. Polk Building
Nashville, TN 37243-0306

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY (FOR PROFIT)

For Office Use Only

To the Secretary of State of the State of Tennessee

Pursuant to the provisions of Section 48-25-104 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth

1 The name of the corporation is NUI Telecom, Inc.

If different, the name under which the certificate of authority is to be obtained is _____
BCN Telecom, Inc.

2 The state or country under whose law it is incorporated is New Jersey

3 The date of its incorporation is April 14, 1994 (must be month, day, and year), and the period of duration, if other than perpetual, is Perpetual

4 The complete street address (including zip code) of its principal office is _____

550 Route 202/206, Bedminster, New Jersey 07921

Street _____ City _____ State/Country _____ Zip Code _____

5 The complete street address (including the county and the zip code) of its registered office in Tennessee is _____

1900 Church St., Ste. 400, Nashville, TN 37203

Street _____ City/State _____ County _____ Zip Code _____

The name of its registered agent at that office is TCS Corporate Services, Inc.

6 The names and complete business addresses (including zip code) of its current officers are (Attach separate sheet if necessary)

See Attached List

7 The names and complete business addresses (including zip code) of its current board of directors are (Attach separate sheet if necessary)

See Attached List

8 The corporation is a corporation for profit

9 If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____

_____, _____ (date), _____ (time)

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is successfully filed in Tennessee.]

Signature Date

President

Signer's Capacity

BCN Telecom, Inc.

Name of Corporation

Signature

Richard M. Boudria

Named (typed or printed)



FILED
2004 MAR 22 AM 10:20
CLERK OF THE SECRETARY OF STATE

15 11 17 17 11 44 55

LIST OF OFFICERS & DIRECTORS OF
BCN TELECOM, INC. F/K/A NUI TELECOM, INC.

Officers

Richard M. Boudria	President and Chief Executive Officer
Richard F. Nacchio	Secretary
Richard Schmeling	Treasurer
William Mulcahy	Chief Operating Officer

Directors

Joseph Nacchio
Peter Cocoziello
Richard M. Boudria

All the above referenced Officers & Directors can be reached at:
550 Route 202/206, Bedminster, New Jersey 07921

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
LONG FORM STANDING WITH CHARTER DOCUMENTS

BCN TELECOM, INC.

0100586150

With the Previous or Alternate Name

INTERNATIONAL TELEPHONE GROUP, INC. (Previous Name)

NUI TELECOM, INC. (Previous Name)

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on April 14, 1994.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Richard M. Boudria
550 Route 202-206,
2nd Fl
Bedminster, NJ 07921

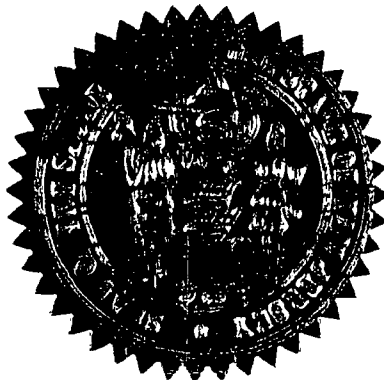
*I further certify that as of the date of this
certificate, the following amendments and changes
are on file in this office:*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
LONG FORM STANDING WITH CHARTER DOCUMENTS

BCN TELECOM, INC.

Change Of Registered Office	04/10/1997
Merged	11/15/1999
Restated With Name Change	02/22/2000
Change Of Registered Office	12/21/2001
Merged	08/28/2002
Name Change	01/28/2004



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
16th day of March, 2004

A handwritten signature in cursive script, reading "John E. McCormac".

John E McCormac, CPA
State Treasurer

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
LONG FORM STANDING WITH CHARTER DOCUMENTS

BCN TELECOM, INC.

Note Long form standings with charter documents may reflect two dates for filed amendments The system processing date, which is the date of entry into the State's data base, is always shown immediately to the right of the amendment description If shown alone, the system processing date also constitutes the filing date for the amendment If an amendment was reviewed and stamped filed prior to the system processing date, a second date called the back-stamp date is shown at the far right margin. In cases where the two dates are shown, the date at the far right margin date is the actual filing date for the amendment